

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Vegano Foods Inc.
1040 West Georgia Street, Unit 415
Vancouver, British Columbia, V6E 4H1

Item 2. Date of Material Change

November 17, 2022

Item 3. News Release

A news release was disseminated on November 25, 2022 and filed on SEDAR (www.sedar.com).

Item 4. Summary of Material Change

On November 25, 2022, the Company announced it would be changing its financial year end from December 31 to March 31 of each year.

Item 5. Full Description of Material Change

See news release attached to this Material Change Report for a full description of material change.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

No significant facts remain confidential and no information has been omitted in this report.

Item 8. Executive Officer Knowledgeable About This Report

Name of Executive Officer: Conor Power
Telephone Number: 604-259-0028

Item 9. Date of Report

November 25, 2022

VEGANO ANNOUNCES CHANGE IN YEAR END

Not for distribution to U.S. news wire services or for dissemination in the United States

Vancouver, B.C., Canada – November 25, 2022. Vegano Foods Inc. (“**Vegano**”) (CSE: VAGN) (OTCQB: VAGNF) (“Vegano” or the “Company”) announces that it has changed its year-end to March 31 from its current fiscal year-end of December 31.

As a result, the Company will report audited financial statements for a 15-month transitional fiscal year from January 1, 2022 to March 31, 2023 with a comparative of the 12 months' audited financial results from January 1, 2021 to December 31, 2021. Afterwards, the Company will revert to a customary quarterly reporting calendar based on a March 31 year-end with fiscal quarters ending on the last day of June, September, December, and March of each year.

This decision was made to help the Company facilitate its search for a new auditor. Audit firms continue to experience resourcing challenges resulting in a lack of available capacity, and thus the Company has chosen in favor of moving the year-end subsequent to the busiest time of year for auditors to allow the Company to access auditor time it may not be able to due to its current year end date.

ABOUT VEGANO FOODS INC.

Vegano Foods Inc. is Canada's premier 100% plant-based online marketplace company operating in Vancouver. Founded in March of 2020, Vegano helps make healthy plant-based eating more accessible to Canadians, allowing them to take veganism beyond Meatless Mondays and Veganuary. Vegano sources high-quality products to make for easy plant-based shopping all on one website. For more information, visit www.veganofoods.com.

ON BEHALF OF THE BOARD OF DIRECTORS

Conor Power, CEO & Director
conor@veganofoods.com

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The CSE has neither approved nor disapproved the contents of this news release. The CSE does not accept responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

This news release contains statements and information that, to the extent that they are not historical fact, constitute "forward-looking information" within the meaning of applicable securities legislation.

Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and its perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances at the date that such statements are made, but which may prove to be incorrect. Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company to differ materially from any future results, performance or achievements expressed or implied by the forward-looking information, including, but not limited to, the statements relating to the Company's financial performance, business development and results of operations. Accordingly, readers should not place undue reliance on any such forward-looking information. Further, any forward-looking statement speaks only as of the date on which such statement is made. New factors emerge from time to time, and it is not possible for the Company's management to predict all of such factors and to assess in advance the impact of each such factor on the Company's business or the extent to which any factor, or combination of factors, may

cause actual results to differ materially from those contained in any forward-looking statements. The Company does not undertake any obligation to update any forward looking information to reflect information, events, results, circumstances or otherwise after the date hereof or to reflect the occurrence of unanticipated events, except as required by law including securities laws.